

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

IRVING FELDBAUM, Derivatively on Behalf
of MISONIX, INC.,

Plaintiff,

v.

STAVROS G. VIZIRGIANAKIS, RICHARD
A. ZAREMBA, JOHN W. GILDEA,
CHARLES MINER III, PATRICK A.
MCBRAYER, THOMAS M. PATTON,
MICHAEL A. MCMANUS, JR., and T. GUY
MINETTI,

Defendants,

-and-

MISONIX, INC., a New York corporation,

Nominal Defendant

MICHAEL RUBIN, Derivatively on Behalf of
MISONIX, INC.,

Plaintiff,

v.

MICHAEL A. MCMANUS, JR., STAVROS G.
VIZIRGIANAKIS, RICHARD A. ZAREMBA,
JOHN W. GILDEA, CHARLES MINER III,
PATRICK A. MCBRAYER, THOMAS M.
PATTON, and T. GUY MINETTI,

Defendants,

-and-

MISONIX, INC., a New York corporation,

Nominal Defendant.

Case No. 2:17-cv-03385-ADS-AYS

STIPULATION AND [PROPOSED]
ORDER CONSOLIDATING THE
RELATED STOCKHOLDER
DERIVATIVE ACTIONS AND
APPOINTING CO-LEAD COUNSEL
FOR PLAINTIFFS

FILED
IN CLERK'S OFFICE
U.S. DISTRICT COURT E.D.N.Y.

★ JUL 21 2017 ★

LONG ISLAND OFFICE

Date Action Filed: June 6, 2017

Case No. 2:17-cv-03657-ADS-GRB

Date Action Filed: June 16, 2017

WHEREAS, there are currently two related stockholder derivative actions pending in this District against Stavros G. Vizirgianakis, Richard A. Zaremba, John W. Gildea, Charles Miner III, Patrick A. McBrayer, Thomas M. Patton, Michael A. McManus, Jr., and T. Guy Minetti (“Individual Defendants”), who are current or former directors and officers of nominal defendant Misonix, Inc. (“Misonix” or the “Company”) (Misonix, together with the Individual Defendants, is collectively referred to herein as “Defendants”): (i) *Feldbaum v. Vizirgianakis, et al.*, Case No. 2:17-cv-03385-ADS-AYS; and (ii) *Rubin v. McManus, Jr., et al.*, Case No. 2:17-cv-03657-ADS-GRB (together, the “Related Actions”);

WHEREAS, under Fed. R. Civ. P. 42(a), when actions involve “a common question of law or fact,” the Court may “(1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay”;

WHEREAS, the Related Actions challenge similar alleged conduct by the Company’s directors and executive officers and involve common questions of law and fact;

WHEREAS, in order to avoid duplication of effort and to conserve the Court’s and the parties’ resources, the plaintiffs agree that the Related Actions should be related and consolidated for all purposes, including pre-trial proceedings and trial, into a single consolidated action (hereinafter referred to as the “Consolidated Action”);

WHEREAS, in order to maximize the efficiencies made possible through consolidation, the plaintiffs further agree that Robbins Arroyo LLP and WeissLaw LLP shall be designated as co-lead counsel for plaintiffs in the Consolidated Action (“Co-Lead Counsel”); and

WHEREFORE, the parties to this stipulation, through their undersigned counsel, hereby agree, stipulate, and respectfully request that the Court enter an Order as follows:

1. The following actions shall be consolidated for all purposes, including pre-trial proceedings and trial, into one consolidated action:

<u>Case Name</u>	<u>Case No.</u>	<u>Filing Date</u>
<i>Feldbaum v. Vizirgianakis, et al.</i>	2:17-cv-03385-ADS-AYS	June 6, 2017
<i>Rubin v. McManus, Jr., et al.</i>	2:17-cv-03657-ADS-GRB	June 16, 2017

2. Every pleading filed in the Consolidated Action, or in any separate action included herein, must bear the following caption:

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

IN RE MISONIX, INC. STOCKHOLDER
DERIVATIVE LITIGATION

This Document Relates To:

ALL DERIVATIVE ACTIONS

Lead Case No. 2:17-cv-03385-ADS-AYS

(Consolidated with No. 2:17-cv-03657-ADS-GRB)

Honorable Arthur D. Spatt
Courtroom 1020

3. The files of the Consolidated Action will be maintained in one master file under Lead Case No. 2:17-cv-03385-ADS-AYS.

4. Co-Lead Counsel for plaintiffs for the conduct of *In re Misonix, Inc. Stockholder Derivative Litigation*, Lead Case No. 2:17-cv-03385-ADS-AYS, is designated as follows:

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-and-

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5. Plaintiffs' Co-Lead Counsel shall be responsible for coordinating all activities and appearances on behalf of plaintiffs and for the dissemination of notices and orders of this Court. No motion, request for discovery, or other pre-trial or trial proceedings may be initiated or filed by any plaintiffs except through plaintiffs' Co-Lead Counsel.

6. Defendants need not answer, move or otherwise respond to any of the individual complaints until after the Related Actions have been consolidated and a schedule has been set in the Consolidated Action.

7. Defendants' counsel may rely upon all agreements made with any of plaintiffs' Co-Lead Counsel, or other duly authorized representative of plaintiffs' Co-Lead Counsel, and such agreements shall bind all plaintiffs.

8. This Order shall apply to each purported derivative action arising out of the same or substantially the same transactions or events as the Related Actions that is subsequently filed in, removed to, or transferred to this Court.

9. If a case that properly belongs as part of *In re Misonix, Inc. Stockholder Derivative Litigation*, Lead Case No. 2:17-cv-03385-ADS-AYS, is hereafter filed in this Court or transferred here from another court, counsel shall promptly call to the attention of the Clerk of the Court the filing or transfer of any case that might properly be consolidated as part of *In re Misonix, Inc. Stockholder Derivative Litigation*, Lead Case No. 2:17-cv-03385-ADS-AYS.

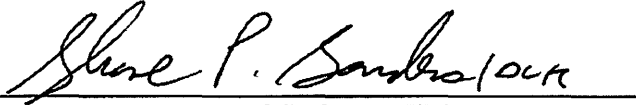
10. Within thirty (30) days of entry of an order on this stipulation, the parties to this stipulation shall meet and confer and submit a proposed schedule for the filing of potential consolidated pleadings, defendants' response(s), and any other pertinent matters.

IT IS SO STIPULATED.

Dated: July 19, 2017

ROBBINS ARROYO LLP

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Dated: July 19, 2017

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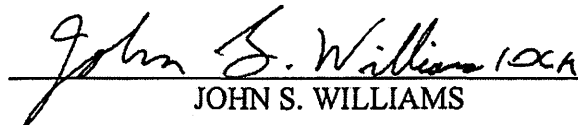

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Proposed Co-Lead Counsel for Plaintiffs*

Dated: July 19, 2017

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Counsel for Nominal Defendant Misonix, Inc.

ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

DATED: 7/21/17

s/ Arthur D. Spatt


HONORABLE ARTHUR D. SPATT
UNITED STATES DISTRICT COURT